

Paramount's Protected Material and requested two modifications of the Amended Protective Order, as expressly permitted under Paragraph 4(d). (*See* Dkt. No. 69, ¶ 4(d) ("This Order is without prejudice to the right of any Party to seek further or additional protection of any Discovery Material or to modify this Order in any way").). In particular, Paramount requested modifications to Paragraph 6(a), which prohibits the use of Protected Material in "any other litigation, patent prosecution or acquisition, patent reexamination or reissue proceedings, or any business or competitive purpose or function," to further prohibit the use by any Receiving Party of Paramount's Protected Material in the investigation of, or preparation for, any litigation or administrative proceeding, as well as in any licensing discussions by or on behalf of ContentGuard. Further, to protect against the disclosure of Paramount's Protected Material to outside counsel of the defendants in the litigation styled *ContentGuard Holdings, Inc. v. Amazon.com, et al.*, No. 2:13-cv-01112-JRG (hereinafter, "the *Amazon* action"), Paramount requested modifications to Paragraph 1(b) such that Paramount's Protected Material may not be shared by ContentGuard or Google with any other outside counsel to defendants in the *Amazon* action.

WHEREAS, by entering into this Stipulation, Google and Paramount do not waive their rights to produce redacted versions of the Paramount's Protected Material, and ContentGuard similarly does not waive its rights to object to any such redactions.

WHEREAS, following Paramount's objections, counsel for the Parties met and conferred and have agreed that this Stipulation and [Proposed] Order resolves Paramount's objections that were based on its request for two modifications of the Amended Protective Order (Dkt. No. 69).

WHEREAS, counsel for the Parties agree that Paramount's Protected Material may be produced upon entry of, and pursuant to, this Stipulation and [Proposed] Order which adopts and incorporates the terms of the Amended Protective Order, including without limitation Paragraph 6(e),

a copy of which is attached hereto as Exhibit “A,” with the following modifications:

1. As applied to Paramount’s Protected Material, Paragraph 1(b) shall be replaced with the following: “Neither ContentGuard nor Google shall share Paramount’s Protected Material with the defendants in the *ContentGuard Holdings, Inc. v. Amazon.com, et al.*, No. 2:13-cv-01112-JRG action (hereinafter, “the *Amazon* action”), including but not limited to defendants’ outside counsel, absent express written permission from Paramount.”

2. As applied to Paramount’s Protected Material, Paragraph 6(a) shall be replaced with the following: “(a) Basic Principles. Paramount’s Protected Material shall be used solely for this case, and not for any other purpose whatsoever, including without limitation the investigation of, or preparation for, or the use in any other litigation or administrative proceedings; licensing discussions; patent prosecution or acquisition, patent reexamination or reissue proceedings, or any business or competitive purpose or function. Paramount’s Protected Material shall not be distributed, disclosed, or made available to anyone except as expressly provided in this Order.”

3. Non-Party Paramount shall have the right to seek any and all necessary relief from the Court, including but not limited to monetary damages, reasonable attorneys’ fees and costs, injunctive relief, and such other relief that the Court deems necessary and appropriate, to ensure compliance with and to address non-compliance with this Stipulated Protective Order and/or the Amended Protective Order against any party or non-party that receives, discloses, or uses, whether in error or otherwise, any portion of Paramount’s Protected Material in breach of this Stipulated Protective Order.

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that the foregoing document was filed electronically in compliance with Local Rule CV-5(a). Accordingly, this document was served on all counsel who consented to electronic service on December 9, 2014. Local Rule CV-5(a)(3)(A).

/s/Robert Unikel

Robert Unikel